

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re	:	Chapter 15
	:	
ARCTIC GLACIER INTERNATIONAL INC.,	:	Case No. 12-10605 (KG)
<i>et al.</i> , ¹	:	
	:	(Jointly Administered)
Debtors in a Foreign Proceeding.	:	
	:	Ref. Docket No. 5

**ORDER SCHEDULING HEARING AND SPECIFYING
THE FORM AND MANNER OF SERVICE OF NOTICE**

This matter coming before the Court on the motion (the “Motion”)² of, Alvarez & Marsal Canada Inc., the duly authorized foreign representative (the “Monitor”) of the above-captioned debtors (collectively, the “Debtors”) in a proceeding commenced under Canada’s *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, and pending before the Court of Queen’s Bench of Winnipeg Centre, for entry of an Order Scheduling Hearing and Specifying the Form and Manner of Service of Notice; the Court having reviewed the Motion and the Reynolds Declaration; the Court having found that (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (ii) venue is proper in this district pursuant to

¹ The last four digits of the United States Tax Identification Number or Canadian Business Number, as applicable, follow in parentheses: (i) Arctic Glacier California Inc. (7645); (ii) Arctic Glacier Grayling Inc. (0976); (iii) Arctic Glacier Inc. (4125); (iv) Arctic Glacier Income Fund (4736); (v) Arctic Glacier International Inc. (9353); (vi) Arctic Glacier Lansing Inc. (1769); (vii) Arctic Glacier Michigan Inc. (0975); (viii) Arctic Glacier Minnesota Inc. (2310); (ix) Arctic Glacier Nebraska Inc. (7790); (x) Arctic Glacier New York Inc. (2468); (xi) Arctic Glacier Newburgh Inc. (7431); (xii) Arctic Glacier Oregon, Inc. (4484); (xiii) Arctic Glacier Party Time Inc. (0977); (xiv) Arctic Glacier Pennsylvania Inc. (9475); (xv) Arctic Glacier Rochester Inc. (6989); (xvi) Arctic Glacier Services Inc. (6657); (xvii) Arctic Glacier Texas Inc. (3251); (xviii) Arctic Glacier Vernon Inc. (3211); (xix) Arctic Glacier Wisconsin Inc. (5835); (xx) Diamond Ice Cube Company Inc. (7146); (xxi) Diamond Newport Corporation (4811); (xxii) Glacier Ice Company, Inc. (4320); (xxiii) Ice Perfection Systems Inc. (7093); (xxiv) ICEsurance Inc. (0849); (xxv) Jack Frost Ice Service, Inc. (7210); (xxvi) Knowlton Enterprises Inc. (8701); (xxvii) Mountain Water Ice Company (2777); (xxviii) R&K Trucking, Inc. (6931); (xxix) Winkler Lucas Ice and Fuel Company (0049); (xxx) Wonderland Ice, Inc. (8662). The Debtors’ executive headquarters is located at 625 Henry Avenue, Winnipeg, Manitoba, R3A 0V1, Canada.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

28 U.S.C. § 1410, (iii) this is a core proceeding pursuant to 28 U.S.C. § 157(b), and (iv) no notice of the Motion was necessary under the circumstances; and the Court having determined that the legal and factual bases set forth in the Motion and the Reynolds Declaration establish just cause for the relief granted herein;

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is granted.
2. The Recognition Hearing Notice, substantially in the form attached hereto as Appendix 1, is hereby approved.
3. Prior to mailing the Recognition Hearing Notice, the Monitor may fill in any missing dates and other information, correct any typographical errors, conform the provisions thereof to the provisions of this Order and make such other and further non-material, non-substantive changes as the Monitor deems necessary or appropriate.
4. The Monitor shall serve, or caused to be served, on the Notice Parties the Recognition Hearing Notice, the Provisional Relief Order, the Verified Petition, the proposed Recognition Order and the Initial Order by United States or Canadian mail, first class postage prepaid, within three (3) business days of the later of (i) the entry of this Order or (ii) the entry of the Provisional Relief Order.
5. The Monitor shall serve, or caused to be served, on the Master Service List, including any party requesting to be added thereto, all pleadings filed by the Monitor in the Chapter 15 Cases by United States or Canadian mail, first class postage prepaid.
6. To the extent not previously served, in the event any party files a notice of appearance in the Chapter 15 Cases subsequent to the Monitor's initial service of the Recognition Hearing Notice as provided for in this Order, the Monitor shall serve, or caused to be served, on

such party the Recognition Hearing Notice, the Provisional Relief Order, the Verified Petition, the proposed Recognition Order and the Initial Order (or, to the extent the proposed Recognition Order has previously been entered by this Court, the Recognition Order) within three (3) business days of the filing of such notice of appearance by United States or Canadian mail, first class postage prepaid.

7. Service of the Recognition Hearing Notice, the Provisional Relief Order, the Verified Petition, the proposed Recognition Order and the Initial Order in accordance with this Order is hereby approved as due and sufficient notice and service of the filing of the Chapter 15 Petitions, the Recognition Motion, the Provisional Relief Order, the proposed Recognition Order, the Recognition Hearing and the Recognition Objection Deadline on all interested parties in the Chapter 15 Cases.

8. Bankruptcy Rule 1010 shall not apply to the Debtors' petitions seeking recognition of a foreign main proceeding and, therefore, the summons requirements in Bankruptcy Rule 1011(b) are inapplicable to the Chapter 15 Petitions and the Recognition Motion and any requirements under the Bankruptcy Code, the Bankruptcy Rules or otherwise for notice thereof.

9. All notice requirements specified in section 1514(c) of the Bankruptcy Code are hereby waived or otherwise deemed inapplicable to the Chapter 15 Cases.

10. This Court shall retain jurisdiction with respect to any and all matters arising from or relating to the interpretation or implementation of this Order.

Dated: Wilmington, Delaware
February 23 2012



KEVIN GROSS
CHIEF UNITED STATES BANKRUPTCY JUDGE

APPENDIX 1

Recognition Hearing Notice

In re	:	Chapter 15
	:	
ARCTIC GLACIER INTERNATIONAL INC.,	:	Case No. 12-10605 (KG)
<i>et al.</i> , ¹	:	
	:	
	:	(Jointly Administered)
Debtors in a Foreign Proceeding.	:	

PLEASE TAKE NOTICE that, on February 22, 2012, Alvarez & Marsal Canada Inc., in its capacity as the court-appointed monitor and duly authorized foreign representative (the "Monitor") for the above-captioned debtors (collectively, the "Debtors"), in the proceeding (the "Canadian Proceeding") commenced under Canada's *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C 36, as amended, and pending before the Court of Queen's Bench Winnipeg Centre (the "Canadian Court"), filed: (i) petitions (the "Chapter 15 Petitions") for relief under chapter 15 of title 11 of the United States Code (the "Bankruptcy Code"); and (ii) the *Verified Petition of Alvarez & Marsal Canada Inc. as Foreign Representative of Arctic Glacier Inc. and Certain of Its Affiliates, for (I) Recognition of Foreign Main Proceeding and (II) Certain Related Relief* (the "Verified Petition" and, together with the Chapter 15 Petitions, the "Petitions") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"). A copy of the Verified Petition is attached hereto as Exhibit 1.

PLEASE TAKE FURTHER NOTICE that, on February [], 2012, the Bankruptcy Court entered that certain order granting provisional injunctive and related relief under sections 105(a) and 1519 of the Bankruptcy Code (Docket No. []) (the “Provisional Relief Order”). The Provisional Relief Order, among other things: (i) enjoins actions in the United States in contravention of orders of the Canadian Court in the Canadian Proceeding from

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the entry of such Provisional Relief Order through and including the date of the Recognition Hearing (as defined below), including actions against Glacier Valley Ice Company, L.P., a non-debtor affiliate; (ii) authorizes, on a provisional basis, the Debtors to enter into and perform under a debtor-in-possession credit facility with its prepetition lenders; and (iii) grants, on a provisional basis, certain protections afforded by the Bankruptcy Code, including those protections arising under section 364(e) of the Bankruptcy Code, to and for the benefit of the lenders. A copy of the Provisional Relief Order is attached as Exhibit 2 hereto.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Provisional Relief Order and the *Order Scheduling Hearing and Specifying the Form and Manner of Service of Notice*, entered on February 23, 2012 (Docket No.) (the "Scheduling Order"), the Bankruptcy Court has scheduled a hearing before the Honorable KEVIN KOS in Room of the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, on March 16, 2012 at 11 AM (prevailing Eastern time) to consider approval of the Petitions and granting of the relief requested therein on a final basis (the "Recognition Hearing"), including recognition of the Canadian Proceeding as a foreign main proceeding under chapter 15 of the Bankruptcy Code and giving full force and effect to an order (the "Initial Order") entered in the Canadian Proceeding. Enclosed with this Notice is a copy of the Initial Order. The Initial Order, among other things, authorizes the Debtors to enter into a debtor in possession credit facility with its prepetition lenders and approves a marketing process for the going concern sale or refinancing of the Debtors' business to be conducted in accordance with a Sale and Investor Solicitation Process. The proposed final order granting recognition of the Canadian Proceeding is attached as Exhibit A to the Verified Petition, which is attached hereto as Exhibit 1 (the "Recognition Order").

PLEASE TAKE FURTHER NOTICE, that any party in interest wishing to submit a response or objection to the Petitions or the relief requested by the Monitor therein, including entry of the Recognition Order, must do so in accordance with the Bankruptcy Code, the Local and Federal Rules of Bankruptcy Procedure, and by the deadline established in the Provisional Relief Order, in writing and setting forth the bases therefore with specificity and the nature and extent of the respondent's interests in the Debtors' estates, and such response or objection must be filed with the Office of the Clerk of the Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, and served upon: (a) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, New York 10019 (Attn: Mary K. Warren and Alex W. Cannon); (b) Young Conaway Stargatt & Taylor LLP, Rodney Square, 1000 North King Street, Wilmington, Delaware 19801 (Attn: Matthew B. Lunn); (c) Osler, Hoskin & Harcourt LLP, 100 King Street West, 1 First Canadian Place, Suite 6100, P.O. Box 50, Toronto, Ontario, M5X 1B8, Canada (Attn: Marc Wasserman and Jeremy Dacks); (d) Jones Day, 2727 North Harwood Street, Dallas, Texas 75201 (Attn: Daniel P. Winikka and Paul M. Green); (e) Richards, Layton & Finger, One Rodney Square, 920 North King Street, Wilmington, DE 19801 (Attn: Daniel J. DeFranceschi); (f) Aikins, MacAulay & Thorvaldson LLP, 360 Main Street, 30th Floor, Winnipeg, Manitoba, R3C 4G1, Canada (Attn: Hugh A. Adams and G. Bruce Taylor); (f) McCarthy Tetrault LLP, Box 48, Suite 5300, Toronto Dominion Bank Tower, Toronto, Ontario, M5K 1E6, Canada (Attn: Kevin P. McElcheran); (g) Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, New York 10005 (Attn: Abhilash M. Raval and Cindy Chen Delano); (h) Drinker Biddle & Reath, LLP, 1100 N. Market Street, Suite 1000, Wilmington, Delaware 19801 (Attn:

Howard A. Cohen); and (i) Torys LLP, Suite 3000, 79 Wellington Street West, Box 270, TC Centre, Toronto, Ontario, M5K 1N2, Canada (Attn: Scott A. Bomhof and Tony DeMarinis) **so as to be actually received by them** no later than the deadline established in the Provisional Relief Order, **4:00 p.m. (Eastern time) on March [9], 2012.**

PLEASE TAKE FURTHER NOTICE, that all parties in interest opposed to the Petitions or the request for relief contained therein must appear at the Recognition Hearing, as the case may be, at the time and place set forth above.

PLEASE TAKE FURTHER NOTICE, that Recognition Hearing may be adjourned from time to time without further notice other than an announcement in open court at such hearing of the adjourned date or dates or any further adjourned hearing.

PLEASE TAKE FURTHER NOTICE, that if no response or objection is timely filed and served as provided above, the Bankruptcy Court may grant the relief requested by the Monitor without further notice or hearing.

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PLEASE TAKE FURTHER NOTICE that copies of the Verified Petition and certain other pleadings filed contemporaneously therewith in support of the Verified Petition are available by (i) accessing the Bankruptcy Court's Electronic Case Filing System, which can be accessed from the Bankruptcy Court's website at <https://ecf.deb.uscourts.gov> (a PACER login and a password are required to retrieve a document), (ii) from the Monitor through its website <http://www.alvarezandmarsal.com/arcticglacier> or <http://www.kcellc.net/ArcticGlacier>; or (iii) upon written request to the Monitor's counsel (by email or facsimile) addressed to: Young Conaway Stargatt & Taylor LLP, Rodney Square, 1000 North King Street, Wilmington, Delaware 19801, (Attn.: Ian J. Bambrick E-mail: ibambrick@ycst.com or Facsimile 302-576-3558).

Dated: Wilmington, Delaware
February 22, 2012

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